

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/31/2012		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Regions Asset Company		12/20/2012	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Regions Asset Holding Company, Inc.		
Street Address:	1900 Fifth Avenue North		
Internal Address:	c/o Regions Bank, Attn: Legal Department		
City:	Birmingham		
State/Country:	ALABAMA		
Postal Code:	35203		
Entity Type:	CORPORATION: ALABAMA		
PROPERTY NUMBERS Total: 100			
Property Type	Number	Word Mark	
Serial Number:	85449778	REGIONS TREASURY MANAGEMENT ADVISOR	
Serial Number:	85310086	REGIONS NOW CARD	
Serial Number:	85754834	TALK HOMES WITH REGIONS' BOB CABRERA	
Serial Number:	85632779	REGIONS QUICK GUIDES	
Serial Number:	85807768	REGIONS CREDIT BUILDER PROGRAM	
Serial Number:	85807751	LIFEGREEN BUSINESS CHECKING	
Serial Number:	85555989	REGIONS NOW SAVINGS	
Serial Number:	85322929	LIFEGREEN SECURE CHECKING	
Serial Number:	85322916	LIFEGREEN PREFERRED CHECKING	
Serial Number:	85539448	REGIONS IDENTITYPROTECT+	
Serial Number:	85548199	YOUR VALUES. YOUR RETIREMENT.	
Serial Number:	85728968	LIFEGREEN EACCESS ACCOUNT	

CH \$2515.00 85449778

Serial Number:	85706186	REGIONS360
Serial Number:	85698064	MY GREENASSIST
Serial Number:	85698062	MY GREENGUIDE
Serial Number:	85665396	MY GREENLIFE
Serial Number:	85665386	GREENLIFE
Serial Number:	85665371	MY LIFEGREEN
Serial Number:	85539462	REGIONS IDENTITYPROTECT PLUS
Serial Number:	85771265	REGIONS EPAYMENT ACCELERATOR
Serial Number:	85322889	LIFEGREEN MONEY MARKET ACCOUNT
Serial Number:	85758501	REGIONS RIDING FORWARD
Serial Number:	85199336	RIGHT SOLUTION
Serial Number:	85103072	REGIONS OLLIVER
Serial Number:	85728971	LIFEGREEN SIMPLE CHECKING
Serial Number:	85632787	REGIONS QUICK GUIDE
Serial Number:	85478730	REGIONS YOURPIX STUDIO
Serial Number:	85241318	REGIONS WEALTH ASSESSMENT
Serial Number:	85588839	REGIONS SIMPLICITY PLEDGE
Serial Number:	85551850	REGIONS ADVANTAGE PLUS
Serial Number:	85309627	REGIONS ADVANTAGE ANNUITY
Serial Number:	85302115	REGIONS NOW BANKING
Serial Number:	85134222	REGIONS IDENTITYPROTECT
Serial Number:	85273182	
Serial Number:	85164538	REGIONS RELATIONSHIP REWARDS
Serial Number:	85162469	REGIONS CASHBACK REWARDS
Serial Number:	85155710	
Serial Number:	78832379	REGIONS MORTGAGE
Serial Number:	77766135	REGIONS READY ADVANCE
Serial Number:	77899286	REGIONS RELATIONSHIP REWARDS
Serial Number:	77591998	REGIONS VAULT REMOTE CASH CAPTURE
Serial Number:	77919035	REGIONS ONLINE PAYROLL
Serial Number:	77917048	SEE THE GOOD
Serial Number:	77917025	SEE THE GOOD
Serial Number:	77908727	REGIONS EN EL TRABAJO
Serial Number:	77666080	WHEN ATMS GET SMARTER, BANKING GETS SIMPLER
Serial Number:	77628347	REGIONS RESERVE

TRADEMARK

REEL: 004964 FRAME: 0668

	77628329	DEPOSITSMART ATMS
Serial Number:	77607930	REGIONS AT WORK
Serial Number:	77557843	REGIONS CHARITY CLASSIC
Serial Number:	77479989	REGIONS PRIORITY BANKING
Serial Number:	77479980	REGIONS PRIORITY BANKING CENTER
Serial Number:	77456704	LIFEGREEN
Serial Number:	77432057	LIFEGREEN
Serial Number:	77385312	WHAT A DIFFERENCE A DAY MAKES
Serial Number:	77261354	ACCOUNT THAT COUNTS
Serial Number:	77241098	REGIONS MORTGAGE
Serial Number:	77115979	IT'S TIME TO EXPECT MORE
Serial Number:	77098922	REGIONS UNIVERSITY
Serial Number:	77056105	REGIONS EDUCATION LENDING
Serial Number:	77053845	REGIONS CHECKCARD REWARDS
Serial Number:	77046521	REGIONS BANK
Serial Number:	77044181	REGIONS CHARITY CLASSIC
Serial Number:	77034943	REGIONS
Serial Number:	77034931	REGIONS
Serial Number:	77034923	REGIONS
Serial Number:	77031958	REGIONS QUICK DEPOSIT
Serial Number:	76656989	AMSOUTH ADVANTAGE
Serial Number:	76644697	POSITIVELY FREE BUSINESS CHECKING
Serial Number:	76606750	50+ POSITIVELY FREE CHECKING
Serial Number:	76600307	AMSOUTH ANSWERS
Serial Number:	76425468	UNION PLANTERS BANK
Serial Number:	76247411	REGIONS PREFERRED PLUS BANKING
Serial Number:	75538443	ON THE SPOT MORTGAGE
Serial Number:	75525048	THE RELATIONSHIP PEOPLE
Serial Number:	75494386	READY AIM RETIRE!
Serial Number:	74722033	ESSENTIALINE
Serial Number:	74659232	REGIONS MANAGEMENT ACCOUNT
Serial Number:	74652596	THE RIGHT CALL
Serial Number:	74628916	BUSINESS FLEXLINE
Serial Number:	74617130	POCKETS MCPHEE AMSOUTH BANK YOUTH CLUB
Serial Number:	74617128	POCKETS MCPHEE

TRADEMARK

REEL: 004964 FRAME: 0669

	74557087	HEALTHCARE CD
Serial Number:	74469849	DISTINCTION
Serial Number:	74433150	REGIONS
Serial Number:	74431003	REGIONS
Serial Number:	74424047	REGIONSBANK
Serial Number:	74379939	AMSOUTH BANK THE RELATIONSHIP PEOPLE
Serial Number:	74185857	HOME BUYERS CENTER
Serial Number:	73318902	AMSOUTH
Serial Number:	73318899	AMSOUTH
Serial Number:	73751961	THE FIRST NATIONAL BANK OF TUSKALOOSA
Serial Number:	73552516	FIRST NATIONAL BANK OF MOBILE
Serial Number:	73340540	THE FIRST NATIONAL BANK OF BIRMINGHAM
Serial Number:	73321319	THE RIGHT PLACE
Serial Number:	73321318	THE RIGHT PLACE
Serial Number:	73061491	FIRST ALABAMA
Serial Number:	73061490	FIRST ALABAMA
Serial Number:	73061488	FIRST ALABAMA
Serial Number:	73057306	A

CORRESPONDENCE DATA

Fax Number: 2024293902

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: 202-429-3000

Email: IPDocketing@step toe.com, rhofstatter@step toe.com,
dcummings@step toe.com

Correspondent Name: Rachel M. Hofstatter

Address Line 1: 1330 Connecticut Avenue, N.W.

Address Line 4: Washington, DISTRICT OF COLUMBIA 20036

ATTORNEY DOCKET NUMBER:	15548.02001
NAME OF SUBMITTER:	Rachel Hofstatter
Signature:	/Rachel Hofstatter/
Date:	02/22/2013

Total Attachments: 10

source=RAC to Holdings - Cert of Merger DE#page1.tif

source=RAC to Holdings - Cert of Merger DE#page2.tif

source=RAC to Holdings - Cert of Merger DE#page3.tif

TRADEMARK
REEL: 004964 FRAME: 0670

source=RAC to Holdings - Cert of Merger DE#page4.tif
source=RAC to Holdings - Art of Merger AL#page1.tif
source=RAC to Holdings - Art of Merger AL#page2.tif
source=RAC to Holdings - Art of Merger AL#page3.tif
source=RAC to Holdings - Art of Merger AL#page4.tif
source=RAC to Holdings - Art of Merger AL#page5.tif
source=RAC to Holdings - Art of Merger AL#page6.tif

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"REGIONS ASSET COMPANY", A DELAWARE CORPORATION,
WITH AND INTO "REGIONS ASSET HOLDING COMPANY, INC." UNDER
THE NAME OF "REGIONS ASSET HOLDING COMPANY, INC.", A CORPORATION
ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF ALABAMA,
AS RECEIVED AND FILED IN THIS OFFICE THE TWENTIETH DAY OF
DECEMBER, A.D. 2012, AT 6:26 O'CLOCK P.M.

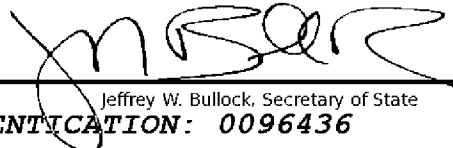
AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF
THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF
DECEMBER, A.D. 2012, AT 7 O'CLOCK P.M.

5265501 8100M

121374381



You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0096436

DATE: 12-24-12

TRADEMARK
REEL: 004964 FRAME: 0672

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"REGIONS ASSET COMPANY", A DELAWARE CORPORATION,
WITH AND INTO "REGIONS ASSET HOLDING COMPANY, INC." UNDER THE NAME OF "REGIONS ASSET HOLDING COMPANY, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF ALABAMA, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTIETH DAY OF DECEMBER, A.D. 2012, AT 6:26 O'CLOCK P.M.

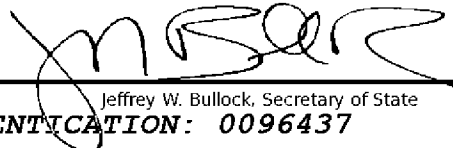
AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2012, AT 7 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

5265501 8100M

121374381




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0096437

DATE: 12-24-12

You may verify this certificate online
at corp.delaware.gov/authver.shtml

TRADEMARK
REEL: 004964 FRAME: 0673

**STATE OF DELAWARE
CERTIFICATE OF OWNERSHIP**

**SUBSIDIARY INTO PARENT
Section 253**

**CERTIFICATE OF OWNERSHIP
MERGING
REGIONS ASSET COMPANY
INTO
REGIONS ASSET HOLDING COMPANY, INC.**

(Pursuant to Section 253 of the General Corporation Law of Delaware)

Regions Asset Holding Company, Inc., a corporation incorporated on the 27th day of March, 1998, pursuant to the provisions of the Alabama Business Corporation Act;

DOES HEREBY CERTIFY that this corporation owns 100% of the capital stock of Regions Asset Company, a corporation incorporated on the 24th day of March, 1998 A.D., pursuant to the provisions of the Delaware General Corporation Law, and that this corporation, by resolutions of its Board of Directors duly adopted at a meeting held on the 20th day of December, 2012 A.D., determined to merge into itself said Regions Asset Company, and adopted a plan of merger by which this corporation assumes all of the liabilities and obligations of Regions Asset Company, which resolutions include the following to wit:

RESOLVED, that the Board of Directors of Regions Asset Holding Company, Inc. (the "Corporation") deems it advisable and in the best interests of the Corporation to merge its wholly owned subsidiary Regions Asset Company with and into the Corporation (the "Merger");

FURTHER RESOLVED, that the appropriate officers of the Corporation are authorized to select and designate the effective time of the Merger;

FURTHER RESOLVED, that the appropriate officers of the Corporation are authorized to prepare, execute, and file appropriate Certificate of Ownership with the Secretary of State of Delaware and appropriate Articles of Merger with the Secretary of State of Alabama;

FURTHER RESOLVED, that, in accordance with Sections 253(a)(1) and 252(d) of the Delaware General Corporation Law, this corporation and its successors may be served with process in Delaware in any proceeding for enforcement of any obligation of Regions Asset Company, as well as for enforcement of any obligation of this corporation arising from the Merger, and this corporation does hereby irrevocably appoint the Secretary of State of Delaware as its agent to accept service of process in any such suit or other proceedings, and the appropriate officers of this corporation are authorized and directed to specify the address to which a copy of such process shall be mailed to this corporation by the Secretary of State (with such address being specified as "Regions Asset Holding Company, Inc. c/o Regions Bank, Attn: Legal Department, 1900 Fifth Avenue North, Birmingham, AL 35203");

FURTHER RESOLVED, that the appropriate officers of the Corporation are authorized and directed to take any and all such actions, to execute any and all documents, agreements and instruments deemed to be necessary or desirable to carry out the purpose and intent of these resolutions and to consummate the Merger.

Pursuant to Section 103(d) of the Delaware General Corporation Law, the merger is not to become effective until 7:00 p.m. eastern standard time on December 31, 2012.

IN WITNESS WHEREOF, said parent corporation has caused its corporate seal to be affixed and this certificate to be signed by an authorized officer this 20th day of December, 2012 A.D.

By: 
Authorized Officer

Name: Duane Smith
Print or Type

Title: President



20130108000022750 1/5
 Bk: LR201310 Pg: 6149
 Jefferson County, Alabama
 I certify this instrument filed on:
 01/08/2013 02:38:14 PM MERG
 Judge of Probate- Alan L. King

Alabama
 Sec. Of State
 Merger
 000-311
 Date 12/21/2012
 Time 17:00
 121220 6 PM
 File \$100.00
 Ackn \$0.00
 Exp \$100.00
 Total \$200.00
 05/001

ARTICLES OF MERGER
 of
REGIONS ASSET COMPANY
 with and into
REGIONS ASSET HOLDING COMPANY, INC.

Pursuant to the Alabama Business Corporation Law (the "ABCL"), the undersigned corporation adopts the following Articles of Merger for the purpose of merging Regions Asset Company with and into Regions Asset Holding Company, Inc.:

FIRST: The Plan of Merger (the "Plan"), which has been approved by the Board of Directors of Regions Asset Holding Company, Inc. in accordance with Section 10A-2-11.04 of the ABCL, is attached to these Articles as Attachment I and made a part hereof.

(NA)
 SECOND: Regions Asset Company is a Delaware corporation and a wholly-owned subsidiary of Regions Asset Holding Company, Inc., and therefore shareholder approval of the Plan of Merger is not required under the ABCL.

(194-987)
 THIRD: Regions Asset Holding Company, Inc. shall be the surviving corporation of the Merger (the "Surviving Corporation") and shall continue to be governed by the laws of the State of Alabama, and the articles of incorporation of Regions Asset Holding Company, Inc., an Alabama corporation, shall be the articles of incorporation of the Surviving Corporation until otherwise amended or repealed.

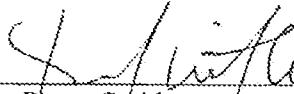
FOURTH: The articles of incorporation of Regions Asset Holding Company, Inc. are filed in Jefferson County, and the articles of incorporation of Regions Asset Company are filed in the office of the Secretary of State of the State of Delaware.

FIFTH: The merger will be effective at 6:00 p.m. central standard time on December 31, 2012.

IN WITNESS WHEREOF, the Surviving Corporation has caused these Articles of
Merger to be executed by its duly authorized officer in accordance with the ABCL.

DATED this 20 day of December, 2012.

REGIONS ASSET HOLDING COMPANY, INC.

By: 
Duane Smith
President

PLAN OF MERGER
of
REGIONS ASSET COMPANY
with and into
REGIONS ASSET HOLDING COMPANY, INC.

THIS PLAN OF MERGER is adopted by the Board of Directors of Regions Asset Holding Company, Inc. for the purpose of providing for the merger of Regions Asset Company, a wholly-owned subsidiary of Regions Asset Holding Company, Inc., with and into Regions Asset Holding Company, Inc. (the "Merger"), and establishing the terms of the Merger. Regions Asset Holding Company, Inc. (the "Corporation") is a corporation organized and existing under the laws of the State of Alabama, with its principal office located in Birmingham, Alabama, and Regions Asset Company ("Subsidiary") is a corporation organized and existing under the laws of the State of Delaware, with its registered office located in Wilmington, Delaware.

ARTICLE ONE
THE MERGER

1.1 Subject to the terms and conditions set forth in this Plan of Merger, at the Effective Time Subsidiary will merge with the Corporation. The Corporation will be the surviving corporation in the Merger and will continue to be governed by the laws of the State of Alabama.

1.2 The Articles of Incorporation of the Corporation, as in effect immediately prior to the Effective Time, will remain in full force and effect as the Articles of Incorporation of the Corporation following the Merger.

1.3 The Bylaws of the Corporation, as in effect immediately prior to the Effective Time, will remain in full force and effect as the Bylaws of the Corporation following the Merger.

ARTICLE TWO
MANNER OF CONVERTING SHARES

2.1 Each share of the Corporation common stock issued and outstanding immediately prior to the Effective Time shall remain issued and outstanding from and after the Effective Time. There is no other class of capital stock of the Corporation having shares issued and outstanding.

2.2 Each share of Subsidiary common stock shall be cancelled and deemed no longer outstanding for any purpose. There is no other class of capital stock of Subsidiary having shares issued and outstanding.

ARTICLE THREE EFFECTIVE TIME

3.1 The Merger shall become effective on a date and at a time to be selected by the appropriate officers of the Corporation, as may be set forth in the Articles of Merger reflecting the Merger to be filed with the Secretary of State of the State of Alabama (the "Effective Time.")

ARTICLE FOUR EFFECTIVENESS

4.1 This Plan of Merger may be terminated at any time prior to the Effective Time by the Board of Directors of the Corporation. This Plan of Merger may be amended by the Board of Directors of the Corporation or by the appropriate officers of the Corporation pursuant to authority delegated by the Board of Directors of the Corporation.

ARTICLE FIVE EFFECT OF MERGER

5.1 Without limitation, the Merger will have the effects prescribed by subsection (a) of Section 10A-2-11.06, Code of Alabama. Specifically:

- (1) The separate corporate existence of Subsidiary will cease.
- (2) Upon effectiveness of the Merger and following the Effective Time, the Corporation will possess all the rights, immunities and franchises, of a public as well as of a private nature, of Subsidiary; and all property, tangible and intangible, real, personal and mixed, and all debts due Subsidiary, are taken and deemed to be transferred and vested in the Corporation without further act or deed; and title to any real estate, or an interest therein, vested in Subsidiary shall not revert nor in any way be impaired by reason of the Merger.
- (3) Upon effectiveness of the Merger and following the Effective Time, the Corporation shall be responsible and liable for all the liabilities and obligations of Subsidiary; and neither the rights of creditors nor any liens upon the property of Subsidiary shall be impaired by the Merger.
- (4) Upon effectiveness of the Merger and following the Effective Time, any claim existing or action or proceeding pending by or against Subsidiary may be prosecuted, or continued, as if the Merger had not taken place, or the Corporation may be substituted in the action or proceeding for Subsidiary.

ARTICLE SIX MISCELLANEOUS

6.1 This Plan of Merger shall be governed by and construed in accordance with the laws of the State of Alabama.

**STATE OF DELAWARE
CERTIFICATE OF OWNERSHIP**

**SUBSIDIARY INTO PARENT
Section 253**

**CERTIFICATE OF OWNERSHIP
MERGING
REGIONS ASSET COMPANY
INTO
REGIONS ASSET HOLDING COMPANY, INC.**

(Pursuant to Section 253 of the General Corporation Law of Delaware)

Regions Asset Holding Company, Inc., a corporation incorporated on the 27th day of March, 1998, pursuant to the provisions of the Alabama Business Corporation Act;

DOES HEREBY CERTIFY that this corporation owns 100% of the capital stock of Regions Asset Company, a corporation incorporated on the 24th day of March, 1998 A.D., pursuant to the provisions of the Delaware General Corporation Law, and that this corporation, by resolutions of its Board of Directors duly adopted at a meeting held on the 20th day of December, 2012 A.D., determined to merge into itself said Regions Asset Company, and adopted a plan of merger by which this corporation assumes all of the liabilities and obligations of Regions Asset Company, which resolutions include the following to wit:

RESOLVED, that the Board of Directors of Regions Asset Holding Company, Inc. (the "Corporation") deems it advisable and in the best interests of the Corporation to merge its wholly owned subsidiary Regions Asset Company with and into the Corporation (the "Merger");

FURTHER RESOLVED, that the appropriate officers of the Corporation are authorized to select and designate the effective time of the Merger;

FURTHER RESOLVED, that the appropriate officers of the Corporation are authorized to prepare, execute, and file appropriate Certificate of Ownership with the Secretary of State of Delaware and appropriate Articles of Merger with the Secretary of State of Alabama;

FURTHER RESOLVED, that, in accordance with Sections 253(a)(1) and 252(d) of the Delaware General Corporation Law, this corporation and its successors may be served with process in Delaware in any proceeding for enforcement of any obligation of Regions Asset Company, as well as for enforcement of any obligation of this corporation arising from the Merger, and this corporation does hereby irrevocably appoint the Secretary of State of Delaware as its agent to accept service of process in any such suit or other proceedings, and the appropriate officers of this corporation are authorized and directed to specify the address to which a copy of such process shall be mailed to this corporation by the Secretary of State (with such address being specified as "Regions Asset Holding Company, Inc. c/o Regions Bank, Attn: Legal Department, 1900 Fifth Avenue North, Birmingham, AL 35203");

FURTHER RESOLVED, that the appropriate officers of the Corporation are authorized and directed to take any and all such actions, to execute any and all documents, agreements and instruments deemed to be necessary or desirable to carry out the purpose and intent of these resolutions and to consummate the Merger.

Pursuant to Section 103(d) of the Delaware General Corporation Law, the merger is not to become effective until 7:00 p.m. eastern standard time on December 31, 2012.

IN WITNESS WHEREOF, said parent corporation has caused its corporate seal to be affixed and this certificate to be signed by an authorized officer this 20th day of December, 2012 A.D.

By: [Signature]
Authorized Officer

Name: Duane Smith
Print or Type

Title: President

20130108000022750 6/6
Bk: LR201310 Pg: 6149
Jefferson County, Alabama
01/08/2013 02:38:14 PM MEPS
Fee - \$63.00

Total of Fees and Taxes-\$63.00
HATCHERK

Secretary of State
State of Alabama
I hereby certify that this is a true and complete
copy of the document filed in this office on

12/21/12
DATE: 12/28/12

[Signature]
Secretary of State *KAM*

Alabama
Sec. Of State

Merger
888-311
Date 12/21/2012
Time 17:00
121228 6 Pg

File \$100.00
Ackn \$.00
Exp \$100.00

Total \$200.00
05/001